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TALK AMERICA  
Form 8-K  
February 06, 2003

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): February 4, 2003

TALK AMERICA HOLDINGS, INC.  
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(Exact Name of Registrant as Specified in Charter)

DELAWARE -----	000-26728 -----	23-2827736 -----
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(IRS Employer Identification No.)

TALK AMERICA HOLDINGS, INC.  
12020 SUNRISE VALLEY DRIVE  
RESTON, VIRGINIA 20191  
(Address of Principal Executive Offices, Including Zip Code)

(703) 391-7500  
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(Registrant's telephone number, including area code)

N/A  
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(Former Name or Former Address, if Changed Since Last Report)

ITEM 5. OTHER EVENTS

On February 4, 2003, the Company announced its financial results for the quarter and year ended December 31, 2002.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS

99.1 Press Release dated February 4, 2003 (filed herewith).

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

TALK AMERICA HOLDINGS, INC.

Date: February 6, 2003  
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By: /s/ Aloysius T. Lawn, IV  
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Name: Aloysius T. Lawn, IV  
Title: Executive Vice President -  
General Counsel and Secretary

EXHIBIT INDEX

Exhibit Number -----	Description -----
99.1	Press Release dated February 4, 2003 (filed herewith).